

P96000092004

LAW PRACTICE OF J.B. GROSSMAN, P.A.

ATTORNEYS AT LAW  
2300 EAST LAS OLAS BOULEVARD  
FOURTH FLOOR  
FORT LAUDERDALE, FL 33301  
PHONE (954) 707-3345  
FAX (954) 707-3347

J.B. GROSSMAN, LL.M.  
C. BY A. FEDER\*  
KENNETH J. DUNN\*  
DEANE H. HUBBARD

ADDITIONAL  
BAR MEMBERSHIPS  
\*NEW JERSEY  
\*NEW YORK AND  
DISTRICT OF COLUMBIA

November 5, 1996

Department of State  
DIVISION OF CORPORATIONS  
409 E. Gaines Street  
Tallahassee, FL 32399

500001997875--3  
-11/06/96--01062--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Organization of G.F.D. Incorporated

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above referenced company and a check in the amount of \$70.00 representing the filing fee to register same.

We thank you in advance for your immediate attention to this matter. If you should have any questions, please do not hesitate to contact our offices at 954-767-3345.

Sincerely,



Kenneth J. Dunn, Esq.

FILED  
96 NOV -6 PM 12:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
G.F.D. INCORPORATED**

**FILED**  
96 NOV -6 PM 12: 25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be G.F.D. Incorporated.

**ARTICLE II**

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE III**

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any on time is 100 shares. All such shares shall be of a single class, designated as common.

**ARTICLE IV**

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon.

## ARTICLE V

The corporation elects to have preemptive rights.

## ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

## ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

## ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

## ARTICLE IX

The number of directors of the corporation shall be set by the bylaws of the corporation.

## ARTICLE X

The initial registered agent of the corporation is Kenneth J. Dunn, Esq.. The street address of the corporation's initial registered office is Law Practice of J.B. Grossman, P.A., 2300 E. Las Olas Blvd, 4th Floor, Ft. Lauderdale, FL 33301.

#### ARTICLE XI

The principal place of business and mailing address of this corporation shall be:

G.F.D. Incorporated  
2300 E. Las Olas Blvd, 4th Floor  
Ft. Lauderdale, FL 33301

#### ARTICLE XII

The name and address of the incorporator to these Article of Incorporation is

Kenneth J. Dunn, Esq.  
Law Practice of J.B. Grossman, P.A.  
2300 E. Las Olas Blvd, 4th Floor  
Ft. Lauderdale, FL 33301

#### ARTICLE XIII

The existence of the corporation shall begin on the 30th day of October, 1996.

The undersigned incorporator has executed these Articles of Incorporation this 5th day of November, 1996

  
\_\_\_\_\_  
Kenneth J. Dunn, Esq., Incorporator

FILED

96 NOV -6 1112:25

SECRET  
TALLAHASSEE, FLORIDA

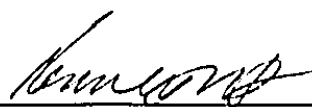
CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE

*Pursuant to the provisions of sections 607-0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and registered office in the State of Florida.*


The name of the corporation is G.F.D. Incorporated.

The name and address of the registered agent and office is:

Kenneth J. Dunn, Esq.  
The Law Practice of J.B. Grossman, P.A.  
2300 E. Las Olas Blvd, Fourth Floor  
Ft. Lauderdale, FL 33301

 11/5/96  
Kenneth J. Dunn, Esq., Incorporator / Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT TO AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

  
Kenneth J. Dunn, Esq.  
Date: 11/5/96

P96000092004

STATE OF FLORIDA  
OFFICE OF THE COMPTROLLER  
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State Treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-14.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section \_\_\_\_\_, Florida Statutes, I hereby apply for a refund of moneys I paid into the State Treasury, which are subject to refund. The following information is submitted to substantiate the claim.

THE INFORMATION IN THIS BOX WILL BE USED TO WRITE AND MAIL YOUR REFUND CHECK. PLEASE TYPE OR PRINT LEGIBLY.

|   |                   |
|---|-------------------|
| Name: <u>Gary Feder, Esquire</u>  | EIN or SS#: _____ |
| Address: <u>320 Southeast 9th Street</u>  |                   |
| <u>Ft. Lauderdale, FL 33316</u>   |                   |
| Amount: <u>35.00</u>  | Date Paid: _____  |
| Reason for Claim: <u>Registered agent was changed on the annual report for G.F.D., INC.</u> |                   |
| <u>(Document #P96000092004)</u>   |                   |
| Certified true and correct this _____ day of _____, 19 _____                                |                   |
| Signature <u>(see attached letter)</u>  |                   |
| * Must be completed if authority is other than Section 215.26, Florida Statutes.            |                   |

|  |   |
|--|---|
| <b>Do Not Write In This Box - For Agency Use Only</b>  |   |
| Agency recommends approval of above claim and submits the following information to substantiate the claim:       |   |
| Amount of recommended refund \$ <u>35.00</u>   |   |
| The amount requested above was originally deposited into the State Treasury, as a part of the funds deposited on |   |
| State Treasurer's Receipt No. <u>01022-003</u> dated <u>5-2-97</u>   |   |
| NAME OF ACCOUNT: <u>4520213000145300000000010000</u>   |   |
| Statutory Authority for Collection: <u>607-0122</u>  |   |
| It is requested that payment be made from the following account:   |   |
| NAME OF ACCOUNT: <u>45202130001453000000022002000</u>  |   |
| Certified true and correct this _____ day of _____, 19 _____   |   |
| Department of State, Division of Corporations<br>(Agency)  | (Authorized Agency Signature and Title) |

**FEDER & DUNN, P.A.**

320 SOUTHEAST 9TH STREET  
FORT LAUDERDALE, FLORIDA 33316  
TELEPHONE 954-766-2550  
FACSIMILE 954-766-8450

GARY A. FEDER\*  
KENNETH J. DUNN\*

\* ADMITTED IN FL. & NJ

May 21, 1997

Louise Flemming-Jackson  
Department of State  
DIVISION OF CORPORATIONS  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: G.F.D., Inc.

Dear Ms. Flemming-Jackson:

Pursuant to our telephone conversation earlier today and the enclosed letter, I am requesting the return of the \$35 sent to your office for the change of registered office for the above company. We changed the address in the annual report recently filed with your office. Should have any questions, please do not hesitate to contact me at 954-766-2550.

Sincerely,

Gary Feder, Esq.

**FEDER & DUNN, P.A.**

320 SOUTH EAST 9<sup>TH</sup> STREET  
FORT LAUDERDALE, FLORIDA 33316  
TELEPHONE: 954-766-2550  
FACSIMILE: 954-766-8150

GARY A. FEDER \*  
KENNETH J. DUNN \*

\* ADMITTED IN FL & NJ

April 29, 1997

Department of State  
DIVISION OF CORPORATIONS  
409 E. Gaines Street  
Tallahassee, FL 32399

200002162752--4  
-05/02/97--01022--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Change of registered office for G.F.D., Inc.

To Whom It May Concern:

Enclosed please find the Change of Registered Office for G.F.D., Inc. and a check for \$35.00. Please forward a copy of the recorded document to the following address:

Kenneth J. Dunn, Esq.  
Feder & Dunn, P.A.  
320 SE 9th Street  
Ft. Lauderdale, FL 33316

Thank you in advance for your immediate attention to this matter. If you should have any questions, please do not hesitate to contact this office at 954-766-2550.

Sincerely,

Gary Feder, Esq.

\*789, 663, 671\*





FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 9, 1997

Gary Feder, Esquire  
% Feder & Dunn, P.A.  
320 SE 9th Street  
Ft. Lauderdale, FL 33316

SUBJECT: G.F.D. INCORPORATED  
Ref. Number: P96000092004

We have received your document for G.F.D. INCORPORATED and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6910.

Louise Flemming-Jackson  
Corporate Specialist Supervisor

Letter Number: 097A00024955